

Before The
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF SECRETARY

In re Application of

ELLIS THOMPSON CORPORATION

For facilities in the Domestic
Public Cellular Telecommunications
Radio Service on Frequency Block
A, in Market 134, Atlantic City,
New Jersey

) CC Docket No. 94-136
)
) File No. 14261-CL-P-134-A-86
)
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DOCKET FILE COPY ORIGINAL

To: Honorable Joseph Chachkin
Administrative Law Judge

JOINT MOTION FOR SUMMARY DECISION

EXHIBITS

VOLUME I

LIST OF EXHIBITS

DEPOSITIONS

<u>Deponent</u>	<u>Date Taken</u>	<u>Tab</u>
Ray E. Dombroski Vice President of Engineering and New Technology for Comcast Cellular Communications, Inc.	04/26/95	1
Anna E. Hillman Sr. Vice President of Finance & Administration for Comcast Cellular Communications, Inc.	04/25/95	2
David A. Lokting Thompson's Attorney and Business Advisor	05/11/95	3
John Moerman General Manager - Wilmington/Atlantic City Comcast Cellular Communications, Inc.	04/26/95	4
Charles R. Moir Vice President of Amcell Operations for Comcast Cellular Communications, Inc.	04/28/95	5
Mark A. Panetta Vice President of Finance for Comcast Metrophone	04/28/95	6
Michael W. Riley Thompson's Expert Witness on Cellular Industry	05/15/95	7
Robert Barry Sauder Controller of Comcast Cellular Communications, Inc.	04/28/95	8

<u>Deponent</u>	<u>Date Taken</u>	<u>Tab</u>
Jeffrey E. Smith Vice President and General Counsel of Comcast Cellular Communications, Inc.	04/25/95	9
Ellis Thompson Applicant/ Owner of Ellis Thompson Corporation	05/12/95	10
Christine Van Horne Assistant Treasurer of Comcast Cellular Communications, Inc.	04/27/95	11
Dominic C. Villecco Vice President of Wireless Engineering for Comcast International Holdings	04/27/95	12
David N. Watson Sr. Vice President of Marketing & Sales for Comcast Cellular Communications, Inc.	04/26/95	13

DOCUMENTS

Cellular Management Services, Inc. Cellular Settlement Agreement	14
Thompson/Amcell Exercise Agreement	15
Thompson/Amcell Indemnity Agreement, as amended	16
Declaration of Ellis Thompson	17

ERRATA SHEET FOR THE TRANSCRIPT OF:

Notice Date: 04/27/95
Case Name: In Re: Ellis Thompson Corporation
Case Number: 14261-CL-P-134-A-86
Dep. Date: 04/26/95
Deponent: Ray E. Dombroski
Place: Washington, D.C.

CORRECTIONS:

<u>Page</u>	<u>Line</u>	<u>Now Reads</u>	<u>Should Read</u>	<u>Reasons Therefore</u>
6	13	...Pennsylvania, 19073.	...Pennsylvania, 19087.	Clarification
7	17	(215) 995-3749	(215) 975-5005	Clarification
18	2-3	...develop system traffic forecasts and as a result of that new cell site...	...develop system traffic forecasts and, as a result of that, new cell site...	Clarification
19	20	I believe there are eight sites.	I believe there are eleven sites.	Clarification
34	1	Only once in my recollection.	Only once during my tenure in my current position.	Clarification

ERRATA SHEET FOR THE TRANSCRIPT OF:

Notice Date: 04/27/95
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CORRECTIONS:

<u>Page</u>	<u>Line</u>	<u>Now Reads</u>	<u>Should Read</u>	<u>Reasons Therefore</u>
41	3	...the sites were off the area.	...the sites were off the air.	Clarification

Signature of Deponent

Date of Signature

BEFORE THE FEDERAL COMMUNICATIONS COMMISSION

WASHINGTON, D.C. 20554

CC DOCKET NO. 94-136

- - - - - X

In re Application of :

ELLIS THOMPSON : File No.

CORPORATION : 14261-CL-P-134-A-86

- - - - - X

Washington, D.C.

Wednesday, April 26, 1995

Deposition of RAY E. DOMBROSKI, a
 witness herein, called for examination by counsel
 for Federal Communications Commission in the
 above-entitled matter, pursuant to agreement, the
 witness being duly sworn by JAN A. WILLIAMS, a
 Notary Public in and for the District of
 Columbia, taken at the offices of Gurman, Kurtis,
 Blask & Freedman, Suite 500, 1400 16th Street,
 N.W., Washington, D.C., 20036, at 10:00 a.m.,
 Wednesday, April 26, 1995, and the proceedings
 being taken down by Stenotype by JAN A. WILLIAMS
 and transcribed under her direction.

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1 you questions and I want you to answer, of
2 course, as truthfully and as fully as possible.
3 If you don't understand a question, just ask me
4 to repeat it and I'll be happy to do so.

5 Did you do anything to prepare for this
6 deposition?

7 A. Yes.

8 Q. What did you do?

9 A. Spent about a half hour reviewing some
10 documents that had been previously submitted.

11 Q. What is your business address?

12 A. 480 East Swedesford Road, Wayne,
13 Pennsylvania, ~~19073~~ 19087

14 Q. What is your educational background?

15 A. I've got degrees in electrical
16 engineering.

17 Q. And what is your occupation?

18 A. I'm vice-president of engineering and
19 new technology for Comcast Cellular
20 Communications.

21 Q. How long have you been in this
22 position?

23 A. About nine months.

24 Q. And what did you do previous to this
25 position?

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1 A. I was vice-president of new technology
2 for Comcast Cellular Communications.

3 Q. And how long were you at that position?

4 A. Two years.

5 Q. Were you with Comcast prior to that
6 position?

7 A. Prior to that I was with Metrophone
8 which is a company that was acquired by Comcast
9 in 1992.

10 Q. And you did engineering for Metrophone
11 as well?

12 A. Yes.

13 Q. What is your telephone number?

14 A. (610) 995-3749.

15 Q. And, before the 610 area code started
16 in your area, what was your telephone number?

17 A. (215) ~~995-3749~~ 975-5025

18 Q. What are your duties and
19 responsibilities in your current position?

20 A. I'm responsible for system design,
21 system construction, and operation of the
22 cellular system. I'm also responsible for
23 working with other functional areas in the
24 company to develop new technology, new features,
25 and new services.

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1 A. In the case of Wilmington, we would
2 develop system traffic forecasts and, as a result
3 of that, new cell site and capacity addition
4 recommendations. The process typically would be
5 to develop a business case or a budget for those
6 requirements and then to review it with my
7 colleagues at Comcast Cellular for budget
8 approval.

9 Q. Who all would have to approve it before
10 it can be adopted, a proposal?

11 A. Generally a sign-off would be required
12 by Anna Hillman. And, if the dollar amounts were
13 significant enough, also by Don Harris.

14 Q. What process do you go through in
15 making a proposal for the Atlantic City system?

16 A. A similar process with the exception
17 that, once we've developed the business case or
18 the financial recommendation, it is then sent to
19 Mr. Thompson for his review and typically defer
20 discussion until the quarterly review meetings.

21 Q. Would it first have to receive
22 Ms. Hillman's and possibly Mr. Harris' approval
23 before it can be presented to Mr. Thompson?

24 A. It does receive Ms. Hillman's approval,
25 I don't recall that any of the recommendations

1 have been approved by Mr. Harris.

2 Q. Did Mr. Villecco discuss with you what
3 matters will require Mr. Thompson's approval?

4 A. No, I don't recall that.

5 Q. Has anyone ever discussed with you what
6 matters require Mr. Thompson's approval?

7 A. I don't recall a specific conversation
8 on that. But I operate under the assumption that
9 Mr. Thompson has to approve any capital
10 expenditure in the system.

11 Q. Have you had any discussions with
12 Ms. Hillman about the Atlantic City market?

13 A. Yes.

14 Q. And can you recall any specifics?

15 A. No. I've had many conversations with
16 her, I don't recall any specifics, they were just
17 routine conversations.

18 Q. How many cell sites are in operation
19 for the Atlantic City market?

20 A. I believe there are ~~eight~~ ^{eleven} sites. //

21 Q. What type of facilities are at each
22 site?

23 A. It varies. There are some sites that
24 are collocated in existing structures, there
25 would be an equipment room near the top of the

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during my tenure in my current position

- 1 A. Only once ~~in my recollection.~~
- 2 Q. By how much did Mr. Thompson want the
- 3 budget lowered, the engineering portion of the
- 4 budget lowered?
- 5 A. In the case of the capital budget, it
- 6 was the five additional cell sites that we had
- 7 recommended for 1995. He authorized acquisition
- 8 related activities only and not purchase of
- 9 equipment or start of construction on those
- 10 sites.
- 11 Q. Do you know by what amount this lowered
- 12 the budget?
- 13 A. Approximately \$3 million.
- 14 Q. And 3 million out of a budget
- 15 requesting how much?
- 16 A. My recollection is that the total
- 17 budget was somewhere between 7 and 8 million.
- 18 Q. When Mr. Thompson approves of a budget,
- 19 is he approving just the dollar amount or is he
- 20 approving each of the components that make up
- 21 that total dollar amount?
- 22 A. Each of the components.
- 23 Q. So, if there is an expense that remains
- 24 within budget but was not one of those original
- 25 components, are you allowed to do it?

1 we would make a phone call to the switching site
2 and it would be a matter of a few minutes when
3 the sites were off the ~~area~~^{air}.

4 Q. Is there some sort of a program that
5 you would have to go through or what is the
6 process?

7 A. The details of how to do it?

8 Q. Yes, in lay terms.

9 A. Sure. I'm not familiar with the
10 details, but people who are familiar with it type
11 in commands to a computer, hit the return key,
12 and the system would begin to take processors out
13 of service and shut the sites down.

14 Q. How long would it take to turn the
15 Atlantic City cells down as compared to the Dover
16 cells, any difference?

17 A. Same amount of time.

18 Q. Same process?

19 A. Yes.

20 Q. If Atlantic City had a stand-alone
21 switch just serving that market alone and the
22 system were operated as an island, how long would
23 it take to shut down the Atlantic City cells,
24 would the process be any different?

25 A. Same process.

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BEFORE THE FEDERAL COMMUNICATIONS COMMISSION

WASHINGTON, D.C. 20554

CC DOCKET NO. 94-136

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In re Application of :

ELLIS THOMPSON : File No.

CORPORATION : 14261-CL-P-134-A-86

- - - - - X

Washington, D.C.

Wednesday, April 26, 1995

Deposition of RAY E. DOMBROSKI, a
witness herein, called for examination by counsel
for Federal Communications Commission in the
above-entitled matter, pursuant to agreement, the
witness being duly sworn by JAN A. WILLIAMS, a
Notary Public in and for the District of
Columbia, taken at the offices of Gurman, Kurtis,
Blask & Freedman, Suite 500, 1400 16th Street,
N.W., Washington, D.C., 20036, at 10:00 a.m.,
Wednesday, April 26, 1995, and the proceedings
being taken down by Stenotype by JAN A. WILLIAMS
and transcribed under her direction.

1 APPEARANCES:

2
3 On behalf of the Wireless Telecommunications
4 Bureau of the Federal Communications
5 Commission:

6 JOSEPH PAUL WEBER, ESQ.

7 TERRENCE E. REIDELER, ESQ.

8 Wireless Telecommunications Bureau

9 Federal Communications Commission

10 1919 M Street, N.W., Room 644

11 Washington, D.C. 20554

12 (202) 418-1317
13

14 On behalf of Ellis Thompson Corporation:

15 STEVE D. LARSON, ESQ.

16 Stoll, Stoll, Berne, Lokting &

17 Shlachter, P.C.

18 209 Southwest Oak Street

19 Portland, Oregon 97204

20 (503) 227-1600
21
22
23
24
25

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1 APPEARANCES: (Continued)

2
3 On behalf of American Cellular Network
4 Corp.:

5 LOUIS GURMAN, ESQ.

6 Gurman, Kurtis, Blask & Freedman

7 Suite 500

8 1400 16th Street, N.W.

9 Washington, D.C. 20036

10 (202) 328-8200

11
12 On behalf of Telephone & Data Systems, Inc.:

13 HERBERT D. MILLER, JR., ESQ.

14 Koteen & Naftalin

15 1150 Connecticut Avenue

16 Washington, D.C. 20036

17 (202) 467-5700

18
19 ALSO PRESENT:

20 JEFFREY E. SMITH, ESQ.

21
22
23
24
25
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1 C O N T E N T S

2	THE WITNESS	EXAMINATION BY COUNSEL FOR
3	RAY E. DOMBROSKI	FEDERAL COMMUNICATIONS
4		COMMISSION
5	By Mr. Weber	5
6		AMERICAN CELLULAR NETWORK
7	By Mr. Gurman	39

9 E X H I B I T S

10	DOMBROSKI EXHIBIT NO.	PAGE NO.
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P R O C E E D I N G S

Whereupon,

RAY E. DOMBROSKI,

business address at Comcast Cellular Communications, Inc., 480 E. Swedesford Road, Wayne, Pennsylvania, 19087-1867, was called as a witness by counsel for Federal Communications Commission, and having been duly sworn by the Notary Public, was examined and testified as follows:

EXAMINATION BY COUNSEL FOR
FEDERAL COMMUNICATIONS COMMISSION
BY MR. WEBER:

Q. Good morning, Mr. Dombroski, my name is Joseph Weber and I represent the Wireless Telecommunications Bureau of the FCC.

Could you please state your name for the record.

A. Ray Dombroski.

Q. Have you ever had your deposition taken before?

A. In this matter?

Q. In any matter.

A. Yes.

Q. So you know the process, I'll be asking

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1 you questions and I want you to answer, of
2 course, as truthfully and as fully as possible.
3 If you don't understand a question, just ask me
4 to repeat it and I'll be happy to do so.

5 Did you do anything to prepare for this
6 deposition?

7 A. Yes.

8 Q. What did you do?

9 A. Spent about a half hour reviewing some
10 documents that had been previously submitted.

11 Q. What is your business address?

12 A. 480 East Swedesford Road, Wayne,
13 Pennsylvania, 19073.

14 Q. What is your educational background?

15 A. I've got degrees in electrical
16 engineering.

17 Q. And what is your occupation?

18 A. I'm vice-president of engineering and
19 new technology for Comcast Cellular
20 Communications.

21 Q. How long have you been in this
22 position?

23 A. About nine months.

24 Q. And what did you do previous to this
25 position?

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1 A. I was vice-president of new technology
2 for Comcast Cellular Communications.

3 Q. And how long were you at that position?

4 A. Two years.

5 Q. Were you with Comcast prior to that
6 position?

7 A. Prior to that I was with Metrophone
8 which is a company that was acquired by Comcast
9 in 1992.

10 Q. And you did engineering for Metrophone
11 as well?

12 A. Yes.

13 Q. What is your telephone number?

14 A. (610) 995-3749.

15 Q. And, before the 610 area code started
16 in your area, what was your telephone number?

17 A. (215) 995-3749.

18 Q. What are your duties and
19 responsibilities in your current position?

20 A. I'm responsible for system design,
21 system construction, and operation of the
22 cellular system. I'm also responsible for
23 working with other functional areas in the
24 company to develop new technology, new features,
25 and new services.

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1 Q. What were your duties and
2 responsibilities in your previous position?

3 A. At Metrophone?

4 Q. No, no, before you became senior
5 vice-president, the position immediately before
6 your current one.

7 A. My title is vice-president, not senior
8 vice-president.

9 Q. I'm sorry.

10 A. And, prior to my current position, I
11 was responsible for developing new technologies,
12 new features, and new services in concert with
13 other functional areas in the company.

14 Q. Did you do any system designs in that
15 position?

16 A. No.

17 Q. Who do you report to?

18 A. Don Harris.

19 Q. And who is he?

20 A. He's president of Comcast Cellular.

21 Q. Do you report to Anna Hillman?

22 A. No.

23 Q. Do any employees report to you?

24 A. Yes.

25 Q. How many?

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1 A. Approximately -- my group is
2 approximately 150 people. I've got five direct
3 reports.

4 Q. Five people report directly to you?

5 A. Yes.

6 Q. Are all five of those people in Wayne,
7 Pennsylvania, as well?

8 A. They're in that general vicinity.

9 Q. Do you do work for all the cellular
10 systems which Comcast either owns or manages?

11 A. Yes.

12 Q. Is the Atlantic City system one of the
13 systems for which you do some work?

14 A. Yes.

15 Q. What are your duties and
16 responsibilities as to the Atlantic City system?

17 A. Making recommendations on system
18 design, system construction, and also operation
19 of that system, technical operations.

20 Q. Do you know Ellis Thompson?

21 A. Yes.

22 Q. Who is he?

23 A. He's the owner of the Atlantic City
24 cellular system living in Washington state I
25 believe.

1 Q. How do you know this?

2 A. From meeting him at quarterly
3 operations meetings and speaking with him on the
4 telephone.

5 Q. When did you first meet him?

6 A. The fall of 1994, I don't recall the
7 precise date.

8 Q. Did you do any work for the Atlantic
9 City system prior to your current position?

10 A. No.

11 Q. Do you report to Mr. Thompson?

12 A. Not directly.

13 Q. Do you indirectly report to
14 Mr. Thompson?

15 A. I provide recommendations to
16 Mr. Thompson on system design and system
17 buildout.

18 Q. Has Mr. Thompson ever given you any
19 instructions?

20 A. Yes.

21 Q. Can you tell us how he has instructed
22 you?

23 A. Generally, in the quarterly review
24 meetings, where we would review system buildout
25 recommendations and capital budgets, he would

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1 following the meeting, usually during the
2 meeting, give us instructions on how he wanted to
3 proceed with those activities. Also I do recall
4 receiving a telephone call from him with
5 information of that type and I do believe there
6 were some letters from -- with Mr. Lokting who is
7 Mr. Thompson's advisor, giving us instructions on
8 those activities.

9 Q. You say you remember one telephone call
10 where Mr. Thompson called you?

11 A. At least one.

12 Q. Was it Mr. Thompson or Mr. Lokting who
13 was calling?

14 A. Mr. Thompson.

15 Q. Can you recall any specific telephone
16 call you can tell us about?

17 A. Yes. Mr. Thompson as a follow-up to
18 one of our quarterly review meetings, where we
19 had talked about the need for expanding the
20 Atlantic City system to meet subscriber demand,
21 Mr. Thompson had come across a newspaper article
22 that my recollection is it talked about a new
23 class of radio amplifier. He thought that this
24 might be a cost-effective solution to expanding
25 the Atlantic City system and he faxed me the

1 article and we had subsequent conversations on
2 that.

3 Q. Did anything come about from these
4 discussions?

5 A. Yeah, the outcome was that it was my
6 recommendation that the equipment that he had
7 come across was not suitable for the purpose
8 required. And I explained that to him and he
9 agreed with it.

10 Q. Do you recall any other telephone call
11 at this time, anything specific?

12 A. No, that's the only one I can recall.

13 Q. Now, you mentioned the name David
14 Lokting. Do you know who he is?

15 A. He's an attorney from Portland, Oregon,
16 and I believe that he is Mr. Thompson's financial
17 and legal advisor.

18 Q. How do you know this?

19 A. Given his representations during the
20 quarterly meetings and also conversations with my
21 colleagues at Comcast.

22 Q. How did you meet Mr. Lokting?

23 A. In one of the quarterly review
24 meetings, the one in the fall of '94, when I
25 first met Mr. Thompson.

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